

## EXHIBIT 84

1                         UNITED STATES DISTRICT COURT

2                         FOR THE NORTHERN DISTRICT OF OHIO

3                         EASTERN DIVISION

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6         IN RE: NATIONAL PRESCRIPTION     ) Case No.

7         OPIATE LITIGATION                 ) 1:17-MD-2804

8         APPLIES TO ALL CASES            ) Hon. Dan A. Polster

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11                        HIGHLY CONFIDENTIAL - SUBJECT TO FURTHER

12                        CONFIDENTIALITY REVIEW

13                        VIDEOTAPED DEPOSITION OF VICTOR BORELLI

BALTIMORE, MARYLAND

14

THURSDAY, NOVEMBER 29, 2018

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9:01 A.M.

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24         Reported by: Leslie A. Todd

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<p>1 service and supply and quota conversations.</p> <p>2 There's a number of things that go into the --</p> <p>3 the -- the company, sales and the customer, and</p> <p>4 the wholesaler or distributor. Yeah.</p> <p>5 BY MR. LOESER:</p> <p>6 Q But your job didn't involve helping</p> <p>7 Mallinckrodt identify suspicious orders?</p> <p>8 A Not specifically.</p> <p>9 Q Well, in what way did it?</p> <p>10 A Well, as a salesperson, I was on the</p> <p>11 road quite a bit, so visiting with customers and</p> <p>12 seeing their operation. That's part of a role --</p> <p>13 part of my role.</p> <p>14 Q And when you were visiting customers and</p> <p>15 seeing their operation, were you evaluating</p> <p>16 whether they were engaged in shipping suspicious</p> <p>17 orders?</p> <p>18 A Not that specific point, no.</p> <p>19 Q Okay. Did you try and get a sense of</p> <p>20 whether your customers were engaged in diversion?</p> <p>21 A I think I tried to get a sense of the</p> <p>22 customer.</p> <p>23 Q What does that mean?</p> <p>24 A I don't know. If you visit a customer's</p>	<p>1 sales by its distributor customers to their</p> <p>2 downstream clients?</p> <p>3 MR. TSAI: Object to the form.</p> <p>4 THE WITNESS: I don't see the -- where</p> <p>5 the wholesaler ships to. And even -- even when we</p> <p>6 ship to a chain of stores, I don't see what store</p> <p>7 that goes to. And so if we sell to a -- a</p> <p>8 Walgreens distribution center in -- and I'm making</p> <p>9 this up -- Tempe, Arizona, I don't know if</p> <p>10 product, mine and all other vendors they do</p> <p>11 business with, I don't know where that goes, to</p> <p>12 what store in Arizona or in California or in New</p> <p>13 Mexico. I don't know.</p> <p>14 BY MR. LOESER:</p> <p>15 Q Do you understand that the purpose of</p> <p>16 the closed system for opioid distribution and the</p> <p>17 regulations that go with it is to minimize theft</p> <p>18 and diversion of controlled substances?</p> <p>19 A I believe so.</p> <p>20 Q And if a registrant fails to satisfy its</p> <p>21 obligations under the Controlled Substances Act,</p> <p>22 that could result in controlled substances being</p> <p>23 diverted, right?</p> <p>24 MR. TSAI: Object to the form.</p>
<p style="text-align: center;">Page 87</p> <p>1 office, you can see if they're diverting product.</p> <p>2 I don't know if you can do that. I don't know if</p> <p>3 that's possible.</p> <p>4 Q Did you try to do that? Did you try to</p> <p>5 understand your customer to know whether they were</p> <p>6 engaged in diversion?</p> <p>7 A Understand the customer, yes. The</p> <p>8 diversion piece, that's a -- you know, once they</p> <p>9 ship it, there's 50 states that they ship it to.</p> <p>10 So, no.</p> <p>11 Q So you're saying you had no</p> <p>12 visibility -- after you sold pills to the</p> <p>13 distributor, that's where your visibility stopped</p> <p>14 on what happened to those pills.</p> <p>15 A Yeah.</p> <p>16 Q Now, you do understand that Mallinckrodt</p> <p>17 had a legal duty to identify and stop suspicious</p> <p>18 orders to its distributor clients, right?</p> <p>19 MR. TSAI: Object to the form.</p> <p>20 BY MR. LOESER:</p> <p>21 Q You can answer.</p> <p>22 A I believe so.</p> <p>23 Q And is it also your understanding that</p> <p>24 Mallinckrodt had a duty to identify suspicious</p>	<p style="text-align: center;">Page 89</p> <p>1 THE WITNESS: Can you explain that a bit</p> <p>2 more for me?</p> <p>3 BY MR. LOESER:</p> <p>4 Q If a registrant such as Mallinckrodt</p> <p>5 distributes to distributors without regard to what</p> <p>6 that distributor is going to do with the pills</p> <p>7 it's buying from Mallinckrodt, that could</p> <p>8 contribute to diversion, correct?</p> <p>9 MR. TSAI: Object to the form.</p> <p>10 BY MR. LOESER:</p> <p>11 Q Can you answer?</p> <p>12 A Well, you said "without regard." I</p> <p>13 don't know if Mallinckrodt did.</p> <p>14 Q But I'm asking if they did.</p> <p>15 A I don't --</p> <p>16 Q If that were to occur, that would --</p> <p>17 that would be a problem, right, because that would</p> <p>18 increase the risk of diversion?</p> <p>19 MR. TSAI: Object to the form.</p> <p>20 THE WITNESS: You mean if they shipped</p> <p>21 to somebody without a DEA license?</p> <p>22 BY MR. LOESER:</p> <p>23 Q If they shipped --</p> <p>24 A I'm just trying to follow you.</p>

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<p>1       Q   Yeah, I understand.</p> <p>2           If they shipped to a distributor who</p> <p>3   was -- who Mallinckrodt was aware recklessly</p> <p>4   dispensed to downstream customers, recklessly</p> <p>5   shipped to downstream customers, that would</p> <p>6   increase the risk of diversion, right?</p> <p>7       MR. TSAI: Object to the form.</p> <p>8       THE WITNESS: If Mallinckrodt shipped to</p> <p>9   somebody without a DEA license, I would think that</p> <p>10   that would be a reckless scenario.</p> <p>11      If -- if they -- if they shipped to</p> <p>12   somebody with a DEA license who serviced a patient</p> <p>13   in need with a prescription from a doctor, I don't</p> <p>14   think that's reckless. But that's just how I</p> <p>15   think.</p> <p>16   BY MR. LOESER:</p> <p>17      Q   Would you agree that diversion</p> <p>18   contributes to drug abuse and addiction?</p> <p>19      MR. TSAI: Object to the form.</p> <p>20      THE WITNESS: There are a lot of things</p> <p>21   that tie into that.</p> <p>22   BY MR. LOESER:</p> <p>23      Q   Is diversion one of them?</p> <p>24      A   It could --</p>	<p>1   I read articles or see articles or -- so it's</p> <p>2   ongoing.</p> <p>3       Q   And of course, you were involved in the</p> <p>4   sale of opioids, right?</p> <p>5       A   Legally manufactured as well as other</p> <p>6   molecules, yes.</p> <p>7       Q   And during the time that you were</p> <p>8   selling opioids, were you aware there was an --</p> <p>9       A   When you --</p> <p>10      Q   -- opioid epidemic?</p> <p>11      A   When you -- when you speak of opioids, I</p> <p>12   think of heroin, I think of crack, I think of so</p> <p>13   many things that are all part of the epidemic.</p> <p>14   And I think that's a part of the epidemic. So,</p> <p>15   I'm sorry, I just wanted to share.</p> <p>16      Q   Okay. But when you were selling</p> <p>17   opioids, prescription opioids, OxyContin, for</p> <p>18   example, did you know there was an opioid epidemic</p> <p>19   going on?</p> <p>20      A   I believe so.</p> <p>21      Q   And do you recall when you realized</p> <p>22   there was an opioid epidemic?</p> <p>23      A   Well, I probably realized that much</p> <p>24   sooner than when I worked at Mallinckrodt.</p>
<p>1       MR. TSAI: Object to the form.</p> <p>2           Go ahead.</p> <p>3       THE WITNESS: It could be.</p> <p>4   BY MR. LOESER:</p> <p>5      Q   Could be or it is?</p> <p>6       MR. TSAI: Object to the form.</p> <p>7       THE WITNESS: Could be.</p> <p>8   BY MR. LOESER:</p> <p>9      Q   Is there an opioid crisis in this</p> <p>10   country?</p> <p>11      A   That's a pretty broad brush statement</p> <p>12   there. I think there is some illegal and legally</p> <p>13   manufactured products. That's -- you know, it's a</p> <p>14   broad brush statement.</p> <p>15      Q   Have you heard of the expression "the</p> <p>16   opioid epidemic"?</p> <p>17      A   I have.</p> <p>18      Q   And you understand that there is an</p> <p>19   ongoing opioid epidemic in this country?</p> <p>20      A   Yes.</p> <p>21      Q   And when did you learn that there was an</p> <p>22   opioid epidemic in this country?</p> <p>23      A   I think it's been on the news and</p> <p>24   articles. So from reading, and I don't know when</p>	<p>1   Q   Okay. So prior to what year?</p> <p>2       A   I started with Mallinckrodt in 2005.</p> <p>3       Q   So when you started you already knew</p> <p>4   there was an opioid epidemic in this country?</p> <p>5       A   I believe so.</p> <p>6       Q   Did you evaluate the extent to which the</p> <p>7   opioid epidemic was impacted -- well, strike that.</p> <p>8       Did you evaluate the extent to which the</p> <p>9   opioid epidemic impacted the communities that were</p> <p>10   included in your sales region for Mallinckrodt?</p> <p>11      A   No.</p> <p>12      Q   Did you investigate the extent to which</p> <p>13   pills manufactured by Mallinckrodt contributed to</p> <p>14   the opioid epidemic?</p> <p>15      A   Will you --</p> <p>16      MR. TSAI: Object to the form.</p> <p>17      THE WITNESS: Will you ask that again?</p> <p>18      MR. LOESER: Could you read it back,</p> <p>19   please.</p> <p>20      (Whereupon, the requested record</p> <p>21   was read.)</p> <p>22      MR. TSAI: Object to the form.</p> <p>23      THE WITNESS: Perhaps at times.</p> <p>24   BY MR. LOESER:</p>

<p style="text-align: right;">Page 94</p> <p>1 Q Okay. Describe that.</p> <p>2 A I think from things you read, from</p> <p>3 things you hear, from things you listen to,</p> <p>4 understanding the DEA quotas assigned to scheduled</p> <p>5 narcotic companies, how much quota is allocated.</p> <p>6 I mean there's a lot of different things that come</p> <p>7 into that.</p> <p>8 Q Okay. And you took those things into</p> <p>9 account how?</p> <p>10 A Just as an understanding of how the -- I</p> <p>11 don't know if it's the -- the process for the</p> <p>12 closed system, but all part of it.</p> <p>13 Q Okay. Did you evaluate whether</p> <p>14 particular types of pills manufactured by</p> <p>15 Mallinckrodt were prone to abuse or diversion?</p> <p>16 A Did I evaluate? I don't believe so.</p> <p>17 Q And when you were selling opioid</p> <p>18 products for Mallinckrodt, were you aware that</p> <p>19 oxy 15 and 30 milligram tablets were the most</p> <p>20 widely abused and diverted prescription opioids?</p> <p>21 MR. TSAI: Object to the form.</p> <p>22 THE WITNESS: I did not know they were</p> <p>23 the most wide -- widely used and -- and abused. I</p> <p>24 did not know that.</p>	<p style="text-align: right;">Page 96</p> <p>1 Q Mr. Borelli, you knew how much Oxy 15</p> <p>2 and 30 your clients were buying, correct?</p> <p>3 A For the most part, yes.</p> <p>4 Q And you knew they were buying a lot,</p> <p>5 correct?</p> <p>6 A "A lot" is a relative term. A lot to</p> <p>7 what? For history or the United States needs?</p> <p>8 Q How about relative to what they were</p> <p>9 buying before, the amount they were buying was</p> <p>10 increasing significantly, correct?</p> <p>11 MR. TSAI: Object to the form.</p> <p>12 THE WITNESS: Again, you would have to</p> <p>13 show me by molecule, by sales. You showed me a</p> <p>14 broad brush number in dollars, and you didn't talk</p> <p>15 about the margin side. But in dollars, there were</p> <p>16 customers that were up and there were customers</p> <p>17 that were down. But I don't know the molecules</p> <p>18 that were up, I don't know the molecules that were</p> <p>19 down.</p> <p>20 BY MR. LOESER:</p> <p>21 Q Just sitting here today, you just can't</p> <p>22 recall any trends with Oxy 15 and 30 and your</p> <p>23 clients. Is that what you're saying?</p> <p>24 A Well, you showed sales dollars that went</p>
<p style="text-align: right;">Page 95</p> <p>1 BY MR. LOESER:</p> <p>2 Q That's news to you?</p> <p>3 A I said I didn't know -- I did not know</p> <p>4 that that is the most widely abused.</p> <p>5 Q Did you know that your distributor</p> <p>6 clients purchased enormous quantities of Oxy 15</p> <p>7 and 30?</p> <p>8 A You know, they're servicing the whole</p> <p>9 country, and there's not a warehouse full of</p> <p>10 product that we just make -- that they can fill</p> <p>11 and sell. There's a finite amount of product</p> <p>12 that's assigned to us and our 25 competitors.</p> <p>13 Q I'm going to ask my question again and</p> <p>14 see if I understand your answer.</p> <p>15 Did you know that your distributor</p> <p>16 clients purchased enormous quantities of Oxy 15</p> <p>17 and 30, yes or no?</p> <p>18 MR. TSAI: Object to the form.</p> <p>19 THE WITNESS: It's not a "yes" or "no"</p> <p>20 answer. I think I shared just now that they</p> <p>21 service 50 states and Puerto Rico. I don't know</p> <p>22 how much Cardinal needs every day, every week,</p> <p>23 every month.</p> <p>24 BY MR. LOESER:</p>	<p style="text-align: right;">Page 97</p> <p>1 up. Was it specific and only to Oxy 15 and 30? I</p> <p>2 don't believe so.</p> <p>3 Q Again, and we'll get into more specific</p> <p>4 documents, but as you sit here today, there aren't</p> <p>5 any trends with Oxy 15 and 30 in the time period</p> <p>6 where your bonuses were very large that you</p> <p>7 recall.</p> <p>8 MR. TSAI: Object to the form.</p> <p>9 THE WITNESS: "Trends" meaning sales</p> <p>10 were increasing?</p> <p>11 BY MR. LOESER:</p> <p>12 Q Correct.</p> <p>13 A Sales were increasing.</p> <p>14 Q And you were aware of that.</p> <p>15 A That sales were increasing? For my</p> <p>16 territory? Okay. I guess so.</p> <p>17 I'd like to chime in for a second, if I</p> <p>18 could. If sales increase here, the sales will</p> <p>19 decrease here because there's just a finite amount</p> <p>20 of product. So if Cardinal's sales are</p> <p>21 increasing, McKesson's sales may be decreasing</p> <p>22 from Mallinckrodt. They buy from 25 -- I'm not</p> <p>23 even sure how many other vendors they purchase</p> <p>24 from. So I don't know if sales are increasing on</p>

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<p>1 a grand 50-state scale. I don't know.</p> <p>2 Q But you do know whether they were</p> <p>3 increasing in certain areas, right?</p> <p>4 MR. TSAI: Object to the form.</p> <p>5 BY MR. LOESER:</p> <p>6 Q It's not news to you that the sale of</p> <p>7 Oxy in Florida was increasing significantly during</p> <p>8 the time that you were selling Oxy to your</p> <p>9 distributor clients, right?</p> <p>10 A Was it increase -- I don't know if it's</p> <p>11 -- I don't know if it's increasing in quantity</p> <p>12 year to year. If our sales are up, then someone</p> <p>13 else's sales are down, because it's allocated by</p> <p>14 the DEA. And conversely, if Watson's sales are</p> <p>15 going up, somebody else's sales will be going</p> <p>16 down. And it could be based on quota, could be</p> <p>17 based on supply. There's a lot -- a lot of things</p> <p>18 that go into that.</p> <p>19 Q Mr. Borelli, you understand that over</p> <p>20 time, during the time where the opioid epidemic</p> <p>21 was ongoing, which you said you knew about,</p> <p>22 overall the amount of opioids being sold in this</p> <p>23 country increased year over year, right?</p> <p>24 MR. TSAI: Object to the form.</p>	<p>1 distributor customer sells to its downstream</p> <p>2 customer at a price lower than the price that that</p> <p>3 distributor purchased from Mallinckrodt,</p> <p>4 Mallinckrodt would make up the difference with a</p> <p>5 chargeback?</p> <p>6 A I believe the -- again, there is a</p> <p>7 department for chargebacks at Mallinckrodt. So I</p> <p>8 believe that the chargeback was in place to get to</p> <p>9 a contract price.</p> <p>10 Q Right. The contract price is the price</p> <p>11 at which the drug was purchased from Mallinckrodt?</p> <p>12 A I'm sorry?</p> <p>13 Q Tell me what you mean by "contract</p> <p>14 price."</p> <p>15 A An agreed-upon price that the</p> <p>16 customer -- I'm sorry -- that the wholesaler would</p> <p>17 pay for any molecule.</p> <p>18 Q Okay. And so if the customer</p> <p>19 distributor sold to a downstream customer at a</p> <p>20 price lower than the contract price, Mallinckrodt</p> <p>21 would then pay a chargeback to the distributor to</p> <p>22 get the distributor to the contract price; is that</p> <p>23 right?</p> <p>24 A I believe so, but you're better off --</p>
Page 99	Page 101
<p>1 BY MR. LOESER:</p> <p>2 Q That's not news to you.</p> <p>3 A I knew about the epidemic. I shared</p> <p>4 that with you. I don't know overall sales for</p> <p>5 that item in the country. And I don't know if</p> <p>6 Mallinckrodt's sales were higher year over year.</p> <p>7 Because, again, if I pick up sales, someone may</p> <p>8 have a decline.</p> <p>9 Q Can you explain to me what a chargeback</p> <p>10 is?</p> <p>11 A There was a specific chargeback</p> <p>12 organization that Mallinckrodt -- it's a practice</p> <p>13 used to -- in the pharmaceutical industry to get</p> <p>14 to a contract price.</p> <p>15 Q Let me try and understand. Chargeback</p> <p>16 payments are made by Mallinckrodt to distributor</p> <p>17 clients, correct?</p> <p>18 A That's correct.</p> <p>19 Q And why does Mallinckrodt pay</p> <p>20 distributor clients chargebacks?</p> <p>21 A Well, they only would allocate a</p> <p>22 chargeback payment when the wholesaler sells it to</p> <p>23 a pharmacy or a hospital.</p> <p>24 Q And isn't the idea if the Mallinckrodt</p>	<p>1 there's a chargeback team in place, so you're</p> <p>2 probably better off talking to the folks who</p> <p>3 managed and worked in that department. But I</p> <p>4 believe so.</p> <p>5 Q That's your understanding.</p> <p>6 A It's my understanding.</p> <p>7 Q And was there competition among</p> <p>8 manufacturers over the amount of the chargeback</p> <p>9 payments that were being paid to wholesalers?</p> <p>10 A I can't -- I can't speak to how other</p> <p>11 companies went to market.</p> <p>12 Q And would you agree that the chargeback</p> <p>13 payment to a distributor provides that distributor</p> <p>14 with an incentive to sell Mallinckrodt's products</p> <p>15 to its downstream customers?</p> <p>16 A I don't believe it's an incentive to</p> <p>17 sell. It's not incentive. It's to get them to a</p> <p>18 contract price that they can then sell it to a</p> <p>19 cust- -- one of their pharmacies or hospitals,</p> <p>20 yeah.</p> <p>21 Q So that contract price becomes kind of a</p> <p>22 guarantee when the chargeback is taken into</p> <p>23 account, right?</p> <p>24 A Yes, I don't know if -- I've never used</p>